

T.A.B.S.  
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Shirley A. Tyler • ENROLLED AGENT

(727) 528-8633  
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April 13, 2001

Corporate Records Bureau  
Division of Corporations  
Department of State  
P. O. Box 6327  
Tallahassee, Fl. 32314

700004011857--S  
-04/17/01--01012--006  
\*\*\*\*122.50 \*\*\*\*\*78.75

Re: MEMORY 3000, INC.  
FEIN 59-

Enclosed herewith please find two (2) originals of the Articles of Incorporation for the above corporation. Also enclosed is a check in the amount of One Hundred Twenty Two Dollars and Fifty Cents (\$122.50) to cover the following costs:

Filing Fee	\$ 35.00
Certified Copy	52.50
Registered Agent Fee	35.00
TOTAL FEES	\$122.50

Please return a certified copy of the Articles of Incorporation to my attention.

Sincerely,

T.A.B.S.

*Shirley A. Tyler*  
Shirley A. Tyler, EA

MEMORY 3000, INC.  
Salmane Bouayad, President

01 APR 16 PM 1:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. Burch APR 18 2001

ARTICLES OF INCORPORATION  
OF  
MEMORY 3000, INC.

FILED  
01 APR 16 PM 1:03  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation hereby forms a Corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation shall be: MEMORY 3000, INC.  
The principal place of business will be 6136A Lynn Lake Dr. South, Petersburg, FL 33712.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

The general purpose for which this corporation is organized shall be the transacting of any or all lawful business for which corporations may be incorporated under the provisions of Chapter 607, Florida Statutes.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares of common stock, each having a par value of One Dollar (\$1.00.)

ARTICLE V - I.R.C. SECTION 1244

It is the intent of the incorporator to qualify the shares of common stock issued hereunder as "Section 1244 Stock" pursuant to section 1244 of the Internal Revenue Code of 1986, as amended.

ARTICLE VI - OFFICERS

The name and street address of the initial officers and directors who shall hold office the first year of the corporation's existence or until a successor is elected are:

<u>NAME</u>	<u>ADDRESS</u>
Salmane Bouayad, President	6136A Lynn Lake Dr. South St. Petersburg, FL 33712

ARTICLE VII - INITIAL REGISTERED AGENT

The name of initial registered agent of this Corporation is Salmane Bouayad, and the street address of the initial registered agent is 6136A Lynn Lake Dr. South, St. Petersburg, FL 33712.

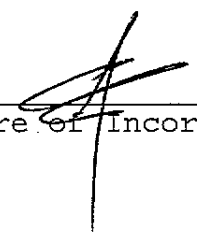
ARTICLE VIII - INCORPORATORS

The name of the incorporator of these Articles of Incorporation is: Salmane Bouayad

ARTICLE IX - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved at a Stockholder's meeting by a majority of the stock entitled to vote thereon, unless all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, The undersigned incorporators have executed these Articles of Incorporation this 13<sup>th</sup> day of April, 2001

  
\_\_\_\_\_  
Signature of Incorporator

STATE OF FLORIDA

COUNTY OF PINELLAS

THE FOREGOING Instrument was acknowledged and sworn to before me this 13<sup>th</sup> day of April, 2001, by Salmane Bouayad, who is \_\_\_\_\_ personally known to me X or has provided B300-780-74-048-0 FL D/L as identification.

(Seal)



  
\_\_\_\_\_  
Notary Public

My Commission Expires: \_\_\_\_\_

ACCEPTANCE BY REGISTERED AGENT

The undersigned, having been designated in the foregoing Articles of Incorporation as Registered Agent, hereby agrees to accept said designation.

  
\_\_\_\_\_  
Salmane Bouayad